



COMBINED DECLARATION AND POWER OF ATTORNEY FOR PATENT APPLICATION

As a below named inventor, I hereby declare that:

My residence, post office address and citizenship are as stated below adjacent to my name.

I believe I am the original, first and sole inventor (if only one name is listed below) or an original, first and joint inventor (if plural names are listed below) of the subject matter which is claimed and for which a patent is sought on the invention entitled **A METHOD AND SYSTEM OF PLAYING AND CONTROLLING A CONTEST FOR A LARGE NUMBER OF SIMULTANEOUS CONTESTANTS** the specification of which:

- [] is attached hereto;
- [X] was filed as United States Application Serial No. 09/536,518 on March 22, 2000 and was amended on _____ (if applicable).
- [] was filed as PCT International Application Number _____, on the _____ day of _____.
- [] an English translation of which is filed herewith.

I hereby state that I have reviewed and understand the contents of the above-identified specification, including the claims, as amended by any amendment referred to above.

I acknowledge the duty to disclose information which is material to the examination of this application in accordance with Title 37, Code of Federal Regulations, § 1.56(a).

I hereby claim foreign priority benefits under Title 35, United States Code § 119 of any foreign application(s) for patent or inventor's certificate or of any PCT international applications(s) designating at least one country other than the United States of America listed below and have also identified below any foreign application(s) for patent or inventor's certificate or any PCT international application(s) designating at least one country other than the United States of America filed by us on the same subject matter having a filing date before that of the application(s) of which priority is claimed:

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**PRIOR FOREIGN/PCT APPLICATION(S)
AND ANY PRIORITY CLAIMS UNDER 35 U.S.C. § 119**

Country :

Application No. :

Date of Filing:

Priority Claimed

Under 35 U.S.C. § 119 : Yes No

Country :

Application No. :

Date of Filing:

Priority Claimed

Under 35 U.S.C. § 119 : Yes No

I hereby claim the benefit under Title 35, United States Code § 120 of any United States Application or PCT International Application designating the United States of America that is/are listed below and, insofar as the subject matter of each of the claims of this application is not disclosed in that/those prior application(s) in the manner provided by the first paragraph of Title 35, United States Code § 112, I acknowledge the duty to disclose material information as defined in Title 37, Code of Federal Regulations § 1.56(a) which occurred between the filing date of the prior application(s) and the national or PCT international filing date of this application:

**PRIOR U.S. APPLICATIONS OR PCT INTERNATIONAL APPLICATIONS
DESIGNATING THE U.S. FOR BENEFIT UNDER 35 U.S.C. § 120**

U.S. APPLICATIONS

STATUS (Check One)

Patented Pending Abandoned

Number :

Filing Date :

PCT APPLICATIONS
DESIGNATING THE U.S.

STATUS (Check One)
Patented Pending Abandoned

PCT Number :

#3

PCT Filing Date :

U.S. Serial No. Assigned:

I hereby appoint the following attorney(s) and/or agents to prosecute the above-identified application and transact all business in the Patent and Trademark Office connected therewith:

James B. Lampert	Reg. No. 24,564
Wayne M. Kennard	Reg. No. 30,271
Michael J. Bevilacqua	Reg. No. 31,091
Hollie L. Baker	Reg. No. 31,321
Henry N. Wixon	Reg. No. 32,073
Anne-Louise Kerner	Reg. No. 33,523
Wayne A. Keown	Reg. No. 33,923
Michael A. Diener	Reg. No. 37,122
Donald R. Steinberg	Reg. No. 37,241
Gretchen A. Rice	Reg. No. 37,429
Peter M. Dichiara	Reg. No. 38,005
Richard A. Goldenberg	Reg. No. 38,895
Colleen Superko	Reg. No. 39,850
Klunder, Janice M.	Reg. No. 41,121
Reyes, Jason A.	Reg. No. 41,513
Keum J. Park	Reg. No. 42,059
Edward D. Grieff	Reg. No. 38,898
Ayla A. Lari	Reg. No. 43,739
Nancy Chui	Reg. No. 43,545
Sally Byrne	Reg. No. 40,545

All correspondence should be sent to:

Peter M. Dichiara, Esq.
Hale and Dorr LLP
60 State Street
Boston, Massachusetts 02109

Telephone No.: (617) 526-6466
Facsimile No.: (617) 526-5000

I hereby declare that all statements made herein of my own knowledge are true and that all statements made on information and belief are believed to be true and further that these statements were made with the knowledge that willful false statements and the like so made are punishable by fine or imprisonment or both under Section 1001 of Title 18 of the

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United States Code and that such willful false statements may jeopardize the validity of the application or any patent issuing thereon.

Full name of first inventor: Jennifer Newnam

Inventor's signature Jennifer Newnam Date 7/28/00

Citizenship: U.S.

Residence and Postal Address: 2 Soldiers Field Park, 602, Boston, MA 02163

Full name of second inventor: Scott Newnam

Inventor's signature [Signature] Date 7/25/00

Citizenship: U.S.

Residence and Postal Address: 2 Soldiers Field Park, 602, Boston, MA 02163

Full name of third inventor: Izet Fraanje

Inventor's signature Izet Fraanje Date 07/25/00

Citizenship: Dutch

Residence and Postal Address: 2 Soldiers Field Park, 721, Boston, MA 02163



Applicant(s) or Pattee(s): Jennifer Newnam, Scott Newnam, Izet Fraanje

U.S. Serial No.: 09/536,518

Filed or Issued: March 22, 2000

For: A METHOD AND SYSTEM FOR PLAYING AND
CONTROLLING A CONTEST FOR A LARGE
NUMBER OF SIMULTANEOUS CONTESTANTS

**VERIFIED STATEMENT (DECLARATION) CLAIMING SMALL ENTITY
STATUS (37 CFR 1.9 (f) AND 1.27 (c)) - SMALL BUSINESS CONCERN**

I hereby declare that I am

- the owner of the small business concern identified below:
 an official of the small business concern empowered to act on behalf of the
concern identified below:

NAME OF CONCERN: GoldPocket Interactive, Inc.
ADDRESS OF CONCERN: 200 Boston Avenue, Suite 1000
Medford, Massachusetts 02155

I hereby declare that the above identified small business concern qualifies as a small business concern, as defined in 13 CFR Part 121, and reproduced in 37 CFR 1.9 (d), for purposes of paying reduced fees to the United States Patent and Trademark Office under Sections 41(a) and (b) of Title 35, United States Code, in that the number of employees of the concern, including those of its affiliates, does not exceed 500 persons. For purposes of this statement, (1) the number of employees of the business concern is the average over the previous fiscal year of the concern of the persons employed on a full-time, part-time or temporary basis during each of the pay periods of the fiscal year, and (2) concerns are affiliates of each other when, either directly or indirectly, one concern controls or has the power to control the other, or a third party or parties controls or has the power to control both.

I hereby declare that rights under contract or law have been conveyed to and remain with the small business concern identified above with regard to the invention, entitled "A METHOD AND SYSTEM FOR PLAYING AND CONTROLLING A CONTEST FOR A LARGE NUMBER OF SIMULTANEOUS CONTESTANTS" by inventor(s) Jennifer Newnam, Scott Newnam and Izet Fraanje described in

the specification filed March 22, 2000, U.S. serial no. 09/536,518

provisional application U.S. serial no. _____, filed _____

patent no. _____, issued _____

If the rights held by the above identified small business concern are not exclusive, each individual, concern or organization having rights to the invention is listed below* and no rights to the invention are held by any person, other than the inventor, who would not qualify as an independent inventor under 37 CFR 1.9(c), if that person made the invention, or by any concern which would not qualify as a small business concern under 37 CFR 1.9(d) or a nonprofit organization under 37 CFR 1.9(e).

*NOTE: Separate verified statements are required from each named person, concern or organization having rights to the invention averring to their status as small entities. (37 CFR 1.27)

NAME _____

ADDRESS _____

INDIVIDUAL SMALL BUSINESS CONCERN NONPROFIT ORGANIZATION

NAME _____

ADDRESS _____

INDIVIDUAL SMALL BUSINESS CONCERN NONPROFIT ORGANIZATION

I acknowledge the duty to file, in this application or patent, notification of any change in status resulting in loss of entitlement to small entity status prior to paying, or at the time of paying, the earliest of the issue fee or any maintenance fee due after the date on which status as a small entity is no longer appropriate. (37 CFR 1.28(b))

I hereby declare that all statements made herein of my own knowledge are true and that all statements made on information and belief are believed to be true; and further that these statements were made with the knowledge that willful false statements and the like so made are punishable by fine or imprisonment, or both, under section 1001 of Title 18 of the United States Code, and that such willful false statements may jeopardize the validity of the application, any patent issuing thereon, or any patent to which this verified statement is directed.

NAME OF PERSON SIGNING

Chris King

TITLE OF PERSON OTHER THAN OWNER

Chief Financial Officer

ADDRESS OF PERSON SIGNING

200 Boston Avenue, Suite 1000

Medford, MA 02155

SIGNATURE

Chris King

DATE 7/25/00

RECORDATION FORM COVER SHEET

U.S. DEPARTMENT OF COMMERCE
Patent and Trademark Office

PATENTS ONLY

Tab settings □ □ □ □ □

To the Honorable Commissioner of Patents and Trademarks: Please record the attached original documents or copy thereof.

1. Name of conveying party(ies):
GoldPocket.Com, Inc.
 200 Boston Avenue, Suite 1000
 Medford, MA 02155

Additional name(s) of conveying party(ies) attached? Yes No

3. Nature of conveyance:

- | | |
|--|---|
| <input checked="" type="checkbox"/> Assignment | <input type="checkbox"/> Merger |
| <input type="checkbox"/> Security Agreement | <input type="checkbox"/> Change of Name |
| <input type="checkbox"/> Other _____ | |

Execution Date: June 7, 2000

4. Application number(s) or patent number(s):

If this document is being filed together with a new application, the execution date of the application is: _____

A. Patent Application No.(s)
09/536,518

B. Patent No.(s)

Additional numbers attached? Yes No

5. Name and address of party to whom correspondence concerning document should be mailed:

Name: Peter M. Dichiara, Esq.Internal Address: Hale and Dorr LLPStreet Address: 60 State StreetCity: Boston State: MA ZIP: 021096. Total number of applications and patents involved: 17. Total fee (37 CFR 3.41).....\$ 40.00 Enclosed Authorized to be charged to deposit account*Charge any additional fees associated with this paper or during the pendency of this application, or credit any overpayment, to deposit account.*

8. Deposit account number:

08-0219

(Attach duplicate copy of this page if paying by deposit account)

DO NOT USE THIS SPACE

9. Statement and signature.

*To the best of my knowledge and belief, the foregoing information is true and correct and any attached copy is a true copy of the original document.*Peter M. Dichiara

Name of Person Signing

Signature

July 28, 2000

Date

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Total number of pages including cover sheet, attachments, and document:

Mail documents to be recorded with required cover sheet information to:

Commissioner of Patents & Trademarks, Box Assignments

Washington D.C. 20231

ASSIGNMENT

WHEREAS, we, Jennifer Newnam, being a citizen of the United States of America, residing at 2 Soldiersfield Park #602, Boston, Massachusetts 02163; Scott Newnam, being a citizen of the United States of America, residing at 2 Soldiersfield Park #602, Boston, Massachusetts 02163; and Izet Fraanje, being a citizen of The Netherlands, residing at 2 Soldiersfield Park #721, Boston, Massachusetts 02163 are co-inventors of certain new and useful inventions and discoveries, for which an application for Letters Patent entitled "A METHOD AND SYSTEM OF PLAYING AND CONTROLLING A CONTEST FOR A LARGE NUMBER OF SIMULTANEOUS CONTESTANTS," was filed with the United States Patent and Trademark Office on March 22, 2000, and assigned United States Patent Application Number 09/536,518; and

WHEREAS, GoldPocket Interactive, Inc., whose address is 200 Boston Avenue, Suite 1000, Medford, Massachusetts 02155, and which, together with its successors and assigns is hereinafter called "ASSIGNEE," is desirous of acquiring the title, rights, benefits, and privileges hereinafter recited;

NOW, THEREFORE, for and in consideration of our employment by ASSIGNEE and other valuable consideration furnished by ASSIGNEE to us, receipt and sufficiency of which we hereby acknowledge, we hereby, without reservations:

1. Assign, transfer, and convey to ASSIGNEE our entire right, title, and interest in and to said inventions and discoveries, said application for Letters Patent, any and all other applications for Letters Patent on said inventions and discoveries in whatsoever countries, including all divisional, renewal, substitute, continuation, continuation-in-part, continued prosecution applications, and convention applications based in whole, or in part, upon said inventions or discoveries, or upon said applications, and any and all Letters Patents, reissues, and extensions of Letters Patent granted for said inventions and discoveries or upon said applications, and every priority right that is or may be predicated upon, or arise from, said inventions, said discoveries, said applications, and said Letters Patent;
2. Authorize ASSIGNEE to file patent applications in any or all countries on any or all of said inventions and discoveries in my name or in the name of ASSIGNEE or otherwise as ASSIGNEE may deem advisable, under International Conventions or otherwise;
3. Authorize and request the Commissioner of Patents and Trademarks of the United States of America and the empowered officials of all other governments throughout the world to issue or transfer all said Letters Patents to ASSIGNEE, as assignee of the entire right, title, and interest therein or otherwise as ASSIGNEE may direct;

4. Warrant that I have not knowingly conveyed to others any right in said inventions, discoveries, applications, or patents, or any license to use the same, or to make, use, or sell anything embodying or utilizing any of said inventions or discoveries; and that I have good right to assign the same to ASSIGNEE without encumbrance:

5. Bind my heirs, legal representatives, and assigns, as well as myself, to do, upon ASSIGNEE's request and at ASSIGNEE's expense, but without additional consideration to me or them, all acts reasonably serving to assure that said inventions and discoveries, said patent applications, and said Letters Patents shall be held and enjoyed by ASSIGNEE as fully and entirely as the same could have been held and enjoyed by me, my heirs, legal representatives, and assigns if this Assignment had not been made; and particularly to execute and deliver to ASSIGNEE all lawful application documents including petitions, specifications, and oaths, and all assignments, disclaimers, and lawful affidavits in form and substance as may be requested by ASSIGNEE; and to communicate to ASSIGNEE all facts known to me relating to said inventions and discoveries or the history thereof, and to testify as to the same in any court or proceeding; and to furnish ASSIGNEE any and all documents, photographs, models, samples, and other physical exhibits in my control or in the control of my heirs, legal representatives, or assigns which may be useful for establishing the facts of my conceptions, disclosures, and reduction to practice of said inventions and discoveries.

IN TESTIMONY WHEREOF, I have hereunto set my hand and seal.

Full name of first inventor: Jennifer Newnam

Inventor's signature Jennifer Newnam Date 7/25/00

Full name of second inventor: Scott Newnam

Inventor's signature Scott Newnam Date 7/25/00

Full name of third inventor: Izel Fraanje

Inventor's signature Izel Fraanje Date 07/25/00